

THE WOODLANDS TOWNSHIP

Board of Directors Meeting

REGULAR BOARD MEETING

February 27, 2013

MINUTES

THE STATE OF TEXAS §

COUNTIES OF HARRIS & MONTGOMERY §

The Board of Directors of The Woodlands Township met in regular session, open to the public, on February 27, 2013, posted to begin at 6:00 p.m. The meeting was held in the Board Chambers at the office of The Woodlands Township, 2801 Technology Forest Boulevard, The Woodlands, Texas, within the boundaries of The Woodlands Township.

Chairman:
Bruce Tough

President/General Manager:
Don Norrell

Vice Chairman:
Peggy Hausman

Staff/Advisors:

Alan Benson
Kim Cogburn
Karen Dempsey
Taunya Jacques
Miles McKinney
Mike Page
John Powers
Daniel Ringold
Monique Sharp
Bret Strong
Susan Welbes
Renee Williford
Nick Wolda

Secretary:
Ed Robb

Treasurer:
Gordy Bunch

Directors:
Mike Bass
Nelda Luce Blair
Jeff Long

Note: Vice Chairman Hausman chaired the meeting.

1. Pledge of Allegiance;

Vice Chairman Hausman led the Pledge of Allegiance to the United States flag and Texas State flag.

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2. Call meeting to order;

Vice Chairman Hausman called the meeting to order at 6:05 p.m. and declared that notice of this meeting was posted 72 hours in advance at the Courthouse of Montgomery County and Harris County and inside the boundaries of The Woodlands Township at the office building located at 2801 Technology Forest Boulevard, The Woodlands, Texas.

The roll was then called of the duly elected members of the Board with all members present, excluding Chairman Bruce Tough. As there was a quorum of members present, the Board proceeded to conduct business regarding the following matters.

3. Receive, consider and act upon adoption of the meeting agenda;

Motion by: Director Bass moved to adopt the agenda as presented.

Second by: Director Blair

Motion passed unanimously (6-0).

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	absent		
Hausman, Peggy (Vice Chairman)	x		
Robb, Ed (Secretary)	x		
Bunch, Gordy (Treasurer)	x		
Bass, Mike (Director)	x		
Blair, Nelda Luce (Director)	x		
Long, Jeff (Director)	x		

4. Recognize public officials;

There were no public officials recognized at this time.

5. Public comment;

The following individuals addressed the Board:

Jon Bauman-66 S. Flagstone Path Circle; commented on the lack of dead tree debris removal in forested areas and the potential fire hazard associated with it;

Charles Dixon-President, Rowing Club of The Woodlands; 19218 Cypress Estates; available for Q&A;

Tom Dalton-President, Parati Rowing Club; 111 Windridge; available for Q&A;

Marillyn Kalis-51 W. Artist Gr. Pl.; declined to speak on dead tree removal;

6. Receive and consider reports from Village Association Representatives;

Reports were provided by the following Village Association (VA) representatives:

Alden Bridge VA-President Steve Leakey reported that five residents attended the meeting; Deputy Brad Curtis gave a law enforcement report; guest speaker, Kelly Deitrich, Assistant Director of Parks and Recreation for The Woodlands Township, made a presentation on plans for the Fourth of July Parade; signing up volunteers for the Spring Flea Market to be held on March 23; submitted paperwork related to annual agreement with the Township; Director Bass attended VA meeting; receiving scholarship applications; partnering with Lone Star Community College in a pilot project to award a \$500 needs-based scholarship; participating in The Woodlands Marathon Cheer Challenge; Spring Festival on March 30 at Lakeside Park from 10 a.m. to 1:00 p.m.; March 12 meeting will include a Public Forum regarding the proposed Kroger fuel station at corner of Kuykendahl and Bay Branch;

Sterling Ridge VA-Anthony Fasone reported that the VA ratified the February election results and elected officers; CenterPoint Energy gave an update on their efforts to keep power on; submitted required information for Service Agreement funding from the Township; participating in The Woodlands Marathon Cheer Challenge;

Cochran's Crossing VA-President Stuart Schroeder reported that the VA discussed the proposed renovation of Shadowbend Park; received a briefing from Kelly Deitrich on the Fourth of July Parade; participating in The Woodlands Marathon Cheer Challenge on March 2—theme is "Fiesta;" March 23-Spring Flea Market and Woodlands GreenUp; tentative date of June 9 for the Village Summer Pool Social at Bear Branch Pool; received a resident concern about noise and light pollution coming from Bear Branch Sports Fields; two scholarships are available; discussed issues regarding the development and expansion of Impact Church;

7. REGULAR AGENDA:

Note: Vice Chairman Hausman asked if there was any objection to moving item #10 to the beginning of the Regular Agenda. There was no objection.

10. Receive, consider and act upon approval of a Host Venue Agreement with World Triathlon Corporation (WTC) regarding the proposed Iron Girl event;

James Noack, Montgomery County Commissioner, Precinct 3, made introductory comments and then introduced Scott Langen with World Triathlon Corporation (WTC). Mr. Langen provided the Board with potential dates of Sunday, October 6, 2013 or Sunday, November 2, 2013 for the first year of a multi-year agreement. Mr. Langen informed the Board that WTC would be unable to provide a race director if the November 2 date was chosen and requested that someone from the Township serve in this capacity. In years two and three of the agreement, the proposed Iron Girl event would be held on the first Sunday in November.

John Powers, Assistant General Manager of Community Services for The Woodlands Township, was called on to elaborate on expectations from the Township should the Township be put in the position of "race director" for the Iron Girl event. It was later determined that the October 6, 2013 date would be the better date to hold the event. As previously discussed, the Iron Girl event would be held on the first Sunday in November for years two and three.

A period of Q&A followed with concerns raised over traffic disruptions to nearby churches and the community as a whole. Additional information regarding start time/end time and course layout was discussed. There was also discussion regarding the number of races that are held in the Town Center area and perhaps the need for establishing guidelines related to this matter.

Motion by: Director Blair moved to approve a Host Venue Agreement with World Triathlon Corporation regarding the proposed Iron Girl event.

Second by: Treasurer Bunch

Director Bass made an unfriendly amendment to table this item until the March 21, 2013 Board of Directors' meeting in order to allow major users around the race route the opportunity to meet with Commissioner Noack to discuss their concerns. Director Blair did not accept the unfriendly amendment. Vice Chairman Hausman then called for a second to Director Bass' unfriendly amendment. Secretary Robb seconded the motion.

Board discussion followed. Director Blair asked Mr. Langen if there would be a problem delaying action on this item until the March 21, 2013 meeting date. Mr. Langen commented that it would not be a problem to delay a decision until March. Director Bass then changed his amendment to "friendly." Director Blair accepted Director Bass' friendly amendment. Following discussion, the Board voted to table this item until the March 21, 2013 Board of Directors' meeting.

Motion passed unanimously (6-0).

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	absent		
Hausman, Peggy (Vice Chairman)	x		
Robb, Ed (Secretary)	x		
Bunch, Gordy (Treasurer)	x		
Bass, Mike (Director)	x		
Blair, Nelda Luce (Director)	x		
Long, Jeff (Director)	x		

8. Receive, consider and act upon the financial report;

Monique Sharp, Assistant General Manager of Finance and Administration for The Woodlands Township, presented The Woodlands Financial Report. The Board was referred to handout material containing the General Purpose Statements as of and for the year ended December 31, 2012. After a review of the combined Financial Statements and Monthly Investment Report, a report on the

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General Fund vs. Actual was presented. Ms. Sharp then reported on sales tax collections, hotel occupancy tax collections, and property tax collections.

Motion by: Director Long moved to accept the Financial Report as presented.

Second by: Secretary Robb

Board discussion followed.

Motion passed unanimously (6-0).

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	absent		
Hausman, Peggy (Vice Chairman)	x		
Robb, Ed (Secretary)	x		
Bunch, Gordy (Treasurer)	x		
Bass, Mike (Director)	x		
Blair, Nelda Luce (Director)	x		
Long, Jeff (Director)	x		

The financial report is attached hereto as Exhibit "A."

9. Receive, consider and act upon an update regarding dead tree removal:

John Powers and Chris Nunes, Director of the Parks and Recreation Department for The Woodlands Township used a PowerPoint presentation to discuss the following topics:

- 2012 Dead Tree Removal
- Impacts of Removal
- Current Situational Response including community awareness
- Integrated Forest Management Plan Irrigation Improvements
- Weather Outlook

Following the presentations, the Board was given an opportunity to ask questions and make comments. Board discussion centered on safety concerns related to identifying high risk fire hazard areas, what efforts are being made to address dead tree removal on commercial property, and reforestation plans.

Motion by: Secretary Robb moved to accept the report as presented.

Second by: Director Long

Motion passed unanimously (6-0).

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	absent		

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Hausman, Peggy (Vice Chairman)	x		
Robb, Ed (Secretary)	x		
Bunch, Gordy (Treasurer)	x		
Bass, Mike (Director)	x		
Blair, Nelda Luce (Director)	x		
Long, Jeff (Director)	x		

11. Recess the regular meeting of the Board of Directors;

Vice Chairman Hausman recessed the regular meeting of the Board of Directors at 7:19 p.m.

12. Convene and conduct a public hearing on proposed amendments to Park Order 019-09 and 020-09 regarding fees and charges for recreation facilities, programs and services;

John Powers provided background information on this item and then called on Chris Nunes to provide additional information on this matter. Mr. Nunes reported that the Parks and Recreation Advisory Council met on February 4, 2013 to review the 2013 Parks and Recreation Fee Analysis. The Council suggested that the following revisions to the Analysis be made:

- Include a non-resident fee structure in the overall fee structure;
- Change definition of "resident" as a person who owns property or resides within the limits of "The Woodlands Township;"
- The non-resident fee for high demand facilities such as fields, including all-weather fields, be two or three times higher than the resident fee

Additionally, a fee structure that was not included in the original Parks and Recreation Fees listing was developed. A per month fee structure for fitness instructors who operate programs/fitness camps in the parks was added.

Following Board discussion, Vice Chairman Hausman called for Public Comment. The following person provided Public Comment:

- Paul Lazzaro-asked if a person who rents an apartment can receive the same benefits as a person who owns property and pays taxes. Mr. Nunes said that renters can receive the same benefits as property owners.

13. Reconvene the regular meeting of the Board of Directors;

Vice Chairman Hausman reconvened the regular meeting of the Board of Directors at 7:22 p.m.

14. Receive, consider and act upon adopting amendments to Park Order 019-09 and 020-09 regarding fees and charges for recreation facilities, programs and services;

Motion by: Director Long moved to adopt amendments to Orders 019-09 and 020-09 regarding fees

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and charges for recreation facilities, programs, instructors and services.

Second by: Treasurer Bunch

Board discussion followed.

Motion passed unanimously (5-0).

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	absent		
Hausman, Peggy (Vice Chairman)	x		
Robb, Ed (Secretary)	x		
Bunch, Gordy (Treasurer)	x		
Bass, Mike (Director)	not present during vote		
Blair, Nelda Luce (Director)	x		
Long, Jeff (Director)	x		

15. Receive, consider and act upon a request for proposal regarding legal services for covenant administration, parks and recreation, employment law, and general counsel;

Don Norrell was called on to present this item. Mr. Norrell informed the Board that current agreements with The Strong Firm and Winstead will terminate at the end of February 2013 so staff initiated an RFP process for legal services. Legal work for the Township was broken into three categories: 1.) general counsel/legislative; 2.) covenants, parks and other real estate and contractual issues involving covenant standards; and 3.) employment law/personnel issues/labor issues.

Mr. Norrell then reviewed the rankings of firms that submitted proposals for legal services in each of the categories listed above. Staff recommended the following firms:

- General Counsel-Schwartz, Page & Harding
- Covenants and Parks-The Strong Firm
- Employment Law-Winstead

Staff recommended that the Board authorize a one year agreement with two one-year renewal options with the desired firms. Mr. Norrell informed the Board that staff is developing background information necessary for the Board to consider adding a full time in house general legal counsel. This matter will be discussed in May during a Budget Review Session.

Motion by: Director Blair moved to authorize the President/General to authorize agreements for a period of one year with two one-year renewal options with the following firms:

- General Counsel-Schwartz, Page & Harding
- Covenants and Parks-The Strong Firm
- Employment Law-Winstead

Second by: Treasurer Bunch

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Board discussion followed with several concerns expressed. It was requested that the roles of each firm be clarified in order to see how funds are allocated. There was also discussion about the weight applied to certain criteria (ex. price) on the legal services decision matrix.

Following discussion, Vice Chairman Hausman called for a vote on the motion and second. At this time, Treasurer Bunch withdrew his second on the motion. Secretary Robb then seconded Director Blair's motion. Next the following amendment was offered:

Amended motion by: Treasurer Bunch moved to use the following firms for the following legal services:

- General Counsel-The Strong Firm
- Covenants and Parks-The Strong Firm
- Employment Law-Olson & Olson

Second by: Director Bass

Director Blair did not accept the amended motion. Discussion continued and then Secretary Robb suggested that the Board wait to have further deliberation of this item at the May Budget Review Session. A concern was raised about the agreements that were getting ready to expire at the end of February. Mr. Norrell commented that he felt that the current firms would be willing to extend the agreements on a month to month basis.

Director Blair then withdrew her motion and asked Secretary Robb to make a motion regarding his suggestion as there was a consensus of the Board in favor of waiting until May to discuss this item in more depth.

Motion by: Secretary Robb moved to have the Board wait until the May Budget Planning Session to discuss selection of legal firms.

Second by: Director Blair

Motion passed unanimously (6-0).

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	absent		
Hausman, Peggy (Vice Chairman)	x		
Robb, Ed (Secretary)	x		
Bunch, Gordy (Treasurer)	x		
Bass, Mike (Director)	x		
Blair, Nelda Luce (Director)	x		
Long, Jeff (Director)	x		

16. Receive, consider and act upon a quarterly update regarding activities of the Ad Hoc Transportation

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Committee:

Don Norrell made introductory comments and then called on Director Long, Chair of the Ad Hoc Transportation Committee, to provide the Board with an update on the committee's activities.

Director Long commented that the members of the Ad Hoc Transportation committee feel it is important to keep the full Board informed about the committee's activities. Thus far, the committee has had five meetings, regular and special, since it was formed in November 2012. Regularly scheduled meetings are held on the second Thursday of the month. The committee has recommended action by the Township Board on four separate activities that the Ad Hoc committee previously reviewed and considered.

Director Long referred the Board to handout material outlining the tasks and activities of the Transportation and Mobility Program for The Woodlands Township. The objective of the committee is to provide a strategic direction and action plan for sustaining an effective Transportation and Mobility Program that serves the needs of the residents and businesses of The Woodlands Township at a reasonable cost.

Director Long remarked that he feels the committee is making progress but that there is so much that will need to be accomplished in order to keep pace with the growth of the community.

Following Director Long's presentation, the Vice Chair called for a motion and second on this item.

Motion by: Director Blair moved accept the quarterly update regarding activities of the Ad Hoc Transportation Committee as presented.

Second by: Treasurer Bunch

Motion passed unanimously (6-0).

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	absent		
Hausman, Peggy (Vice Chairman)	x		
Robb, Ed (Secretary)	x		
Bunch, Gordy (Treasurer)	x		
Bass, Mike (Director)	x		
Blair, Nelda Luce (Director)	x		
Long, Jeff (Director)	x		

17. **Receive, consider and act upon approval of a Special Meeting to be held on March 21, 2013, following the Regular Meeting of the Board of Directors of The Woodlands Township, regarding economic development matters;**

Karen Dempsey, Management Analyst for The Woodlands Township, presented this item. Ms. Dempsey remarked that at the Board's Planning Retreat on February 21, 2013, the Board discussed having a special meeting in March on economic development. Today's action would formalize the direction given by the Board. The meeting will be held immediately following the regular meeting of the Board of Directors on March 21, 2013.

Motion by: Director Blair moved to approve a Special Meeting to be held on March 21, 2013, following the Regular Meeting of the Board of Directors of The Woodlands Township, regarding economic development matters.

Second by: Treasurer Bunch

Motion passed unanimously (6-0).

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	absent		
Hausman, Peggy (Vice Chairman)	x		
Robb, Ed (Secretary)	x		
Bunch, Gordy (Treasurer)	x		
Bass, Mike (Director)	x		
Blair, Nelda Luce (Director)	x		
Long, Jeff (Director)	x		

CLOSED MEETING (if applicable):

18. Recess at 7:53 p.m. to Executive Session to discuss matters relating to real property pursuant to §551.072, Texas Government Code; deliberation of economic development negotiations pursuant to §551.087, Texas Government Code; discuss personnel matters pursuant to §551.074, Texas Government Code; and to consult with The Woodlands Township's attorney pursuant to §551.071, Texas Government Code;

19. Reconvene in Public Session 8:22 p.m.;

Vice Chairman Hausman announced that it would be necessary to take action on items discussed in Executive Session.

20. Receive, consider and act upon agreements, as necessary, with The Woodlands Rowing Club and Parati Competitive Rowing as a result of a mediated settlement agreement between the parties;

Motion by: Director Bass moved to have the lease agreement between The Woodlands Township and The Woodlands Rowing Club amended and restated as follows:

1. Include Parati as a tenant;
2. Include modifications contained in the confidential settlement agreement between

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Parati and The Woodlands Rowing Club with appropriate additional terms required by the Board and authorize the President/General Manager to execute the amended and re-stated lease agreement.

Second by: Treasurer Bunch

Motion passed unanimously (6-0).

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	absent		
Hausman, Peggy (Vice Chairman)	x		
Robb, Ed (Secretary)	x		
Bunch, Gordy (Treasurer)	x		
Bass, Mike (Director)	x		
Blair, Nelda Luce (Director)	x		
Long, Jeff (Director)	x		

DISCUSS FUTURE AGENDA / ANNOUNCEMENTS:

21. Consideration of items to be placed on the agenda for next month's meeting:

- Director Bass requested information about a water management plan;
- Vice Chairman Hausman requested an item regarding an appointment to the LWPOA Board

22. Board announcements:

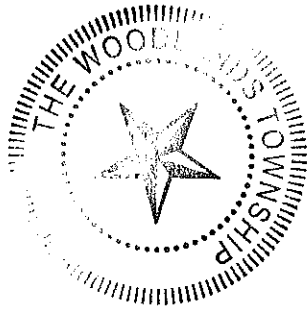
There were no announcements.

23. Adjournment:

Motion by: Director Long moved to adjourn the meeting at 8:24 p.m.

Second by: Treasurer Bunch

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	absent		
Hausman, Peggy (Vice Chairman)	x		
Robb, Ed (Secretary)	x		
Bunch, Gordy (Treasurer)	x		
Bass, Mike (Directors)	x		
Blair, Nelda Luce (Directors)	x		
Long, Jeff (Directors)	x		



Ed Robb

Ed Robb
Secretary, Board of Directors

EXHIBIT OMISSIONS*

EXHIBIT "A"

***To view Exhibits, please contact the Records Department at 281-210-3974.**